

Estimated Hearing Date: February 2, 2022 at 9:30 a.m. (Atlantic Standard Time)

Objection Deadline: December 22, 2021 at 4:00 p.m. (Atlantic Standard Time)

**UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO**

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In re: PROMESA
Title III
THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,
as representative of No. 17 BK 3283-LTS
THE COMMONWEALTH OF PUERTO RICO, *et al.*
(Jointly Administered)
Debtors.¹
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**NOTICE OF FILING
OF TWELFTH INTERIM APPLICATION OF
O'NEILL & BORGES LLC FOR ALLOWANCE OF COMPENSATION
FOR SERVICES RENDERED AND REIMBURSEMENT OF
EXPENSES INCURRED AS ATTORNEYS TO
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,
AS REPRESENTATIVE OF THE DEBTORS, FOR THE PERIOD
OF FEBRUARY 1, 2021 THROUGH MAY 31, 2021**

PLEASE TAKE NOTICE that on December 2, 2021, pursuant to this Court's *Second Amended Order Setting Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (Dkt. No. 3269) (the "Interim Compensation Order"), O'Neill & Borges LLC, as attorneys for the Financial Oversight and Management Board for Puerto Rico, as representative of the Commonwealth of Puerto Rico ("Commonwealth"), the Puerto Rico

¹ The Debtors in the jointly-administered Title III Cases, along with each Debtor's respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Highways and Transportation Authority (“HTA”), the Employees Retirement System for the Commonwealth of Puerto Rico (“ERS”), the Puerto Rico Electric Power Authority (“PREPA”) and the Puerto Rico Public Buildings Authority jointly (“PBA,” with the Commonwealth, HTA, ERS and PREPA referred to as “Debtors”), filed the *Twelfth Interim Application of O’Neill & Borges LLC for Allowance of Compensation for Services Rendered and Reimbursement of Expenses as Attorneys to the Financial Oversight and Management Board for Puerto Rico, as Representative of Debtors, for the Period of February 1, 2021 Through May 31, 2021* (the “Application”).

PLEASE TAKE FURTHER NOTICE that any response or objection to the Application by any party other than the Fee Examiner must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Interim Compensation Order, and the *Fifteenth Amended Notice, Case Management and Administrative Procedures* (Dkt. No. 17127) (the “Case Management Procedures”), and (c) be filed with the Court and served on the entities below, so as to be received on or before **December 22, 2021 at 4:00 p.m. (AST)** (the “Objection Deadline”):

- (a) the Financial Oversight and Management Board, 40 Washington Square South, Office 314A, New York, NY 10012, Attn: Professor Arthur J. Gonzalez, Oversight Board Member;
- (b) the attorneys for the Financial Oversight and Management Board, Proskauer Rose LLP, Eleven Times Square New York, NY 10036, Attn: Martin J. Bienenstock, Esq., (mbienenstock@proskauer.com) and Ehud Barak, Esq., (ebarak@proskauer.com); and Proskauer Rose LLP, 70 West Madison Street, Chicago, IL 60602, Attn: Paul V. Possinger, Esq. (ppossinger@proskauer.com);
- (c) the attorneys for the Financial Oversight and Management Board as representative of The Commonwealth of Puerto Rico, O’Neill & Borges LLC, 250 Muñoz Rivera Ave., Suite 800, San Juan, PR 00918-1813, Attn: Hermann D. Bauer, Esq, (hermann.bauer@oneillborges.com);
- (d) the attorneys for the Puerto Rico Fiscal Agency and Financial Advisory Authority, O’Melveny & Myers LLP, Times Square Tower, 7 Times Square, New York, NY

10036, Attn: John J. Rapisardi, Esq., (jrapisardi@omm.com) and Maria J. DiConza, Esq., (dperez@omm.com);

- (e) the attorneys for the Puerto Rico Fiscal Agency and Financial Advisory Authority, Marini Pietrantonio Muñoz LLC, MCS Plaza Suite 500, 255 Ponce de León Ave., San Juan, PR 00917, Attn: Luis C. Marini-Biaggi, Esq. (lmarini@mpmlawpr.com) Carolina Velaz-Rivero, Esq. (cvelaz@mpmlawpr.com) and Iván Garau-González, Esq. (igarau@mpmlawpr.com);
- (f) the Office of the United States Trustee District of Puerto Rico, Edif. Ochoa, 500 Tanca Street, Suite 301, San Juan, PR 00901 (Re: *In re: Commonwealth of Puerto Rico*);
- (g) the attorneys for the Official Committee of Unsecured Creditors, Paul Hastings LLP, 200 Park Avenue, New York, NY 10166, Attn: Luc. A. Despina, Esq. (lucdespina@paulhastings.com);
- (h) the attorneys for the Official Committee of Unsecured Creditors, Casillas, Santiago & Torres, LLC, El Caribe Office Building, 53 Palmeras Street, Suite 1601, San Juan, PR 00901-2419, Attn: Juan J. Casillas Ayala, Esq. (jcasillas@cstlawpr.com) and Alberto J.E. Añeses Negrón, Esq., (aaneses@cstlawpr.com);
- (i) the attorneys for the Counsel for the Official Committee of Retired Employees, Bennazar, García & Millian, C.S.P., Edificio Union Plaza, PH-A Piso 18, 416 Ave. Ponce de León, Hato Rey, PR 00918, Attn: A.J. Bennazar-Zequiera, Esq. (ajb@bennazar.org);
- (j) the attorneys for the Counsel for the Official Committee of Retired Employees, Jenner & Block LLP, 919 Third Ave, New York NY 10022, Attn: Robert Gordon, Esq., (rgordong@jenner.com) and Richard Levin, Esq. (rlevin@jenner.com).; and Jenner & Block LLP, 353 N. Clark Street, Chicago, IL 60654, Attn: Catherine L. Steege, Esq., (csteege@jenner.com);
- (k) the Puerto Rico Department of Treasury: PO Box 9024140, San Juan, PR 00902-4140 Attn: Reylam Guerra Goderich, Deputy Assistant of Central Accounting (Reylam.Guerra@hacienda.pr.gov), Omar E. Rodríguez-Pérez, CPA, Assistant Secretary of Central Accounting (Rodriguez.Omar@hacienda.pr.gov), Angel L. Pantoja-Rodríguez Deputy Assistant Secretary of Internal Revenue and Tax Policy (angel.pantoja@hacienda.pr.gov), Francisco Parés-Alicea, Secretary of the Puerto Rico Department of Treasury (Francisco.Pares@hacienda.pr.gov), Francisco Pena Montanez, CPA, Assistant Secretary of the Treasury (Francisco.Pena@hacienda.pr.gov);
- (l) attorneys for the Fee Examiner, EDGE Legal Strategies, PSC, 252 Ponce de León Av, Citibank Tower, 12th Floor, San Juan, PR 00918, Attn: Eyck O. Lugo, Esq. (elugo@edgelegalpr.com);
- (m) attorneys for the Fee Examiner, Godfrey & Kahn, S.C., One East Main Street, Suite 500, Madison, WI 53703, Attn: Katherine Stadler (KStadler@gklaw.com).

PLEASE TAKE FURTHER NOTICE that if (a) no objection is timely filed and served in accordance with the Interim Compensation Order and Case Management Procedures and (b) all issues raised by the Fee Examiner are consensually resolved, the relief requested may be granted without a hearing.

PLEASE TAKE FURTHER NOTICE that copies of the Application and all documents filed in these title III cases are available (a) free of charge by visiting <https://cases.primeclerk.com/puertorico> or by calling +1 (844) 822-9231, and (b) on the Court's website at <http://www.prd.uscourts.gov>, subject to the procedures and fees set forth therein.

Dated: December 2, 2021
San Juan, Puerto Rico

Respectfully submitted,

/s/ Hermann D. Bauer

Hermann D. Bauer

USDC No. 215205

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